

MINUTES

ANNUAL GENERAL MEETING 2020



Name: 57th ANNUAL GENERAL MEETING

Date: Wednesday, 16 September 2020

Time: 12:30 PM to 1.30 PM

Location: Cancer Society Offices, Corner of Beale and Grey Streets, Hamilton East

Via Zoom to other locations.

Board Members: Jim Primrose, Maurice Gianotti, Sally Powdrell, Shelley Campbell, Kim Richards, Ruth Ross, Matthew White.

Attendees: See Appendix 1 Attached

1. Opening Meeting

1.1 Welcome & Apologies

Welcome

Charlie Poihipi welcomed members to the AGM with a mihi whakatau and karakia.

Dr Jim Primrose chaired the meeting, which was attended both in person and via Zoom.

Staff member, Hayley Wilkinson, explained Zoom meeting protocols including voting.

Dr Primrose welcomed to the meeting members, life members and past President Murray Loewenthal, the guest speaker Professor Dianna Safarti, National Office Chief Executive, Lucy Elwood, Board members, volunteers, Kevin Snee and colleagues from Waikato DHB, donors and past and present staff members.

He also welcomed sponsor representatives Lorraine Mapu, Simon Cavanagh, and Kim Richards from ANZ. ANZ has been the major sponsor for Daffodil Day for 30 years.

Lorraine Mapu, Northern Regional Manager from ANZ, spoke about the positive relationship that has endured for the 30 year period and the enthusiasm and support ANZ staff have for Cancer Society. ANZ values the opportunity as an organisation to make a difference in the community.



Apologies

Apologies received were displayed on screen as per Appendix 2 attached. The apologies were accepted

Decision Date: 16 September 2020

Mover: Murray Loewenthal

Second: Ruth Ross

Outcome: Approved

1.2 Minutes of Previous AGM

The minutes of the 56th Annual General Meeting, held on 7 August 2019, had been made available on the website and were confirmed as presented.



Confirmation of Minutes

The minutes of the 56th AGM of 7 August 2019 were approved as a true and correct record.

Decision Date: 16 September 2020
Mover: Maurice Gianotti
Seconder: Sally Powdrell
Outcome: Approved

Matters Arising:

There were no matters arising from the minutes.

2. Division Reports

2.1 Annual Report 2020

The Chair spoke to the annual report. The annual report has continued to be in a compact format with a summary version of the accounts. The annual report and a full set of the financial accounts were distributed to members prior to the meeting and were available on the Division website from 10 September 2020.

The Chair commented that he was extremely proud of the staff and volunteers at Cancer Society. They had demonstrated a high level of resilience, flexibility and kindness during COVID-19 to keep services open. He noted special thanks to Chief Executive Shelley Campbell and the Division team.

The Chair moved that the Annual Report for the year ended 31 March 2020 as distributed be adopted. (Seconder: Matt White)

The Chair opened up the motion for discussion.



Annual Report 2020

Members agreed to adopt the Annual Report for the year ended 31 March 2020.

Decision Date: 16 September 2020
Mover: Dr Jim Primrose
Seconder: Matt White
Outcome: Approved

2.2 Financial Statements 2020

A resolution was moved that the audited Statements of Financial Performance and Financial Position as circulated with the Annual Report for the year ended 31 March 2020 be adopted. (Ruth Ross/Maurice Gianotti)

Matt White spoke to the Finance Report.

The financial performance for the year resulted in a pleasing operating surplus of \$297K. This included a gain on the sale of the Tauranga property of just over \$1M. The sale of this property will enable the Division to more flexibly meet the increasing needs of people in the Bay of Plenty. The comprehensive deficit of \$107K was a result of a loss on the fair market value of the investments at the end of March 2020, due to COVID-19 pandemic. Expenditure was well controlled and within budget. The organisation remains in a strong financial position with a stable portfolio of investments.

The Chair opened up the motion for discussion.



Financial Statements 2020

Members agreed to adopt the Finance Report for the year ended 31 March 2020.

Decision Date: 16 September 2020
Mover: Ruth Ross
Seconded: Maurice Gianotti
Outcome: Approved

3. Election of Board Members

3.1 Board Members

One third of the Board are required to retire by rotation, being those who have been longest in office since their election: Ellyn Proffit, Kim Richards and Ruth Ross; Ellyn Proffit, Kim Richards and Ruth Ross offered themselves for re-election.

In addition to the positions above, there were four vacant positions. No further nominations have been received by the Chief Executive.



Election of Board Members

There being less candidates than vacant positions, members agreed to elect the following persons to the Board for 2020/2021:

- Ellyn Proffit
- Kim Richards
- Ruth Ross

Decision Date: 16 September 2020
Mover: Dr Jim Primrose
Seconded: Maurice Gianotti
Outcome: Approved

The Chair announced that as per the Rules of the Division, office holders on the Board would be appointed at a meeting of the Board held within 20 days of this Annual General Meeting.

4. Notice of Motions

4.1 Amendments to Rules of the Division

As laid out in the Notices of Motion some amendments to the Rules of the Division were proposed. These are a general tidy up of the rules and have been reviewed by our solicitors.

There were a further two minor amendments notified and shown on the screen:

- S 12.6 – the reference to Rule 12.11 appears twice (a typo)
- S 12.11 (j) – a Board member can be removed by a Special Resolution of the Members at an ~~Annual~~ General Meeting. (The word Annual is to be removed)

The previously circulated Notices of Motion provided full explanation of the reasons for the proposed changes.



Amendments to Rules of the Division

Members agreed that in an exercise of the powers of a General Meeting to alter, add to or rescind the Current Rules, in accordance with Rule 21 of the Current Rules, the Division resolves, by way of a majority of members participating and voting, to amend the Current Rules by adoption of the amendments as stated in the Notice of Motion and the two additional

amendments listed.

Decision Date: 16 September 2020
Mover: Maurice Gianotti
Seconder: Matt White
Outcome: Approved

4.2 Appointment of Auditors

During the year, as agreed at the 2019 AGM, the Board reviewed the provision of audit services. PKF Hamilton Audit Ltd, were appointed as independent auditors for the 2020 financial year audit. The Board recommends that PKF Hamilton Audit Ltd be appointed as the Division's auditors for 2021.



Appointment of Auditors

Members of the Division agreed to appoint PKF Hamilton Audit Ltd as the Division's auditors for the annual financial audit for 2020/2021.

Decision Date: 16 September 2020
Mover: Ruth Ross
Seconder: Kim Richards
Outcome: Approved

4.3 Presentation of Honorary Life Membership

The Board put forward a recommendation to award an Honorary Life Membership to Murray Loewenthal, Past President of the Waikato/Bay of Plenty Division of Cancer Society for exceptional and distinguished service to the Division.

Dr Primrose noted that Murray joined the Board of the Waikato Bay of Plenty Cancer Society in 2001 and gave 17 years of outstanding service to the division. He was instrumental in the strategy and fundraising to shift the Cancer Society's Lions Lodge from the hospital to the new modern facility on the corner of Lake road and Tainui street.

Board recommendation:

That Murray Loewenthal, Past President of the Waikato/Bay of Plenty Division of Cancer Society, be awarded an Honorary Life Membership for exceptional and distinguished service to the Division (Maurice Gianotti/Jim Primrose)



Award of Honorary Life Membership

Members of the Division agreed to award Murray Loewenthal, Past President of the Waikato/Bay of Plenty Division of Cancer Society, an Honorary Life Membership for exceptional and distinguished service to the Division

Decision Date: 16 September 2020
Mover: Maurice Gianotti
Seconder: Jim Primrose
Outcome: Approved

Maurice Gianotti expressed his delight to present Murray Loewenthal with an Honorary Life Membership in honour and celebration of 17 years' contribution to the Waikato/Bay of Plenty Division of the Cancer Society Board, including 11 years as Chair. Maurice remarked on Murray's legacy in developing a culture in the organisation that is welcoming, transparent, compassionate, focussed and efficient. Maurice made particular reference to the Cancer Society's Lions Lodge as an enduring symbol that encapsulates the spirit of what we do. Maurice also acknowledged the invaluable support of wife, Heather Loewenthal (who was unable to attend the AGM) and recognised Murray's contribution to the national Cancer Society of New Zealand Board.

Murray was presented with a framed Honorary Life Membership certificate.

Murray Loewenthal thanked the Board for the recognition and paid tribute to the management group, chief executive Shelley Campbell and staff for their work. Murray also remarked on and acknowledged the significant role of our donors and also our volunteers at the Cancer Society.

5. General Business

There were no matters of General Business.

6. Guest Speaker

The guest speaker for the meeting was Professor Diana Safarti, Chief Executive for the Cancer Control Agency. She was introduced by the Division Chief Executive, Shelley Campbell. Diana spoke on the impact of COVID-19 on cancer diagnosis and treatment and the future development of the Cancer Control Agency.

7. Close Meeting

The Chair thanked everyone for their attendance and especially thanked the new Honorary Life Member past President Murray Loewenthal and volunteers. In addition, he thanked Professor Diana Safarti for attending and for her very valuable presentation.

The meeting closed at 1.33pm.

Signature: _____

Date: _____

APPENDIX 1

**Waikato/Bay of Plenty Division Cancer Society of New Zealand
Annual General Meeting 16 September 2020**

Attendees

| |
|-------------------|
| Maurice Gianotti |
| Chris Zaayman |
| Vicki Dranguet |
| Ellen Fisher |
| Hayley Wilkinson |
| Jacinda Mayo |
| Karen Middleton |
| Daniel Shore |
| Ewen Macpherson |
| Kevin Snee |
| Simon Cavanagh |
| Nicola Bowe |
| Kim Richards |
| Murray Loewenthal |
| Kelly Matthews |
| Lauren Payne |
| Charlie Poihipi |

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|-------------------------|
| Lorraine Mapu |
| Anton Turner |
| Jill Rumney |
| Shelley Campbell |
| Sue Ratcliffe |
| Matt White |
| Jim Primrose |
| Sally Powdrell |
| Ruth Ross |
| Wai Crombie |
| Megen Willems-Blacktopp |
| Pip Stephenson |
| Henny Swinkels |
| Sue Worth |
| Dawn Douch |
| Renee Bolkowy |
| Vina Hira |

APPENDIX 2

**Waikato/Bay of Plenty Division Cancer Society of New Zealand
Annual General Meeting 16 September 2020
Apologies**

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|--------------------------|
| Debra Elgar |
| Vicki Legarth |
| Karen Watkins |
| Nicky White |
| Robyn Segedin |
| Matthew Seel |
| Glenice & John Gallagher |
| Lyn Irving |
| Ralph Edward Dixon |
| Heather Loewenthal |

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|---------------------|
| Tracey Crompton |
| Norman David Morris |
| Barry Prior |
| Judy Gould |
| Bernard Lamusse |
| Alison Duncan |
| Colin McAllister |
| Jan Findlay |
| Ellyn Proffit |
| Karen Bennett |